

**UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF TEXAS
DALLAS DIVISION**

In re: **Lif Esmael Modabberi**Case No. **09-38264**

(if known)

**AMENDED 4/6/2010
STATEMENT OF FINANCIAL AFFAIRS**

1. Income from employment or operation of business

None

State the gross amount of income the debtor has received from employment, trade, or profession, or from operation of the debtor's business, including part-time activities either as an employee or in independent trade or business, from the beginning of this calendar year to the date this case was commenced. State also the gross amounts received during the two years immediately preceding this calendar year. (A debtor that maintains, or has maintained, financial records on the basis of a fiscal rather than a calendar year may report fiscal year income. Identify the beginning and ending dates of the debtor's fiscal year.) If a joint petition is filed, state income for each spouse separately. (Married debtors filing under chapter 12 or chapter 13 must state income of both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

| AMOUNT | SOURCE |
|-------------------|--|
| \$4,615.40 | Year to Date - Income from Employment |
| \$8,307.72 | 2009 - Income from Employment |
| \$6,000.00 | 2008 - Income from Employment |

2. Income other than from employment or operation of business

None

State the amount of income received by the debtor other than from employment, trade, profession, or operation of the debtor's business during the two years immediately preceding the commencement of this case. Give particulars. If a joint petition is filed, state income for each spouse separately. (Married debtors filing under chapter 12 or chapter 13 must state income for each spouse whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

| AMOUNT | SOURCE |
|--------------------|---|
| \$13,101.48 | Year to Date - Approximate Gross Income from Rental Properties (does not include any expenses) |
| \$75,000.00 | 2009 - Approximate Gross Income from Rental Properties (does not include any expenses) |
| \$74,536.00 | 2008 - Approximate Gross Income from Rental Properties (does not include any expenses) |

3. Payments to creditors

Complete a. or b., as appropriate, and c.

None

a. Individual or joint debtor(s) with primarily consumer debts: List all payments on loans, installment purchases of goods or services, and other debts to any creditor made within 90 days immediately preceding the commencement of this case unless the aggregate value of all property that constitutes or is affected by such transfer is less than \$600. Indicate with an asterisk (*) any payments that were made to a creditor on account of a domestic support obligation or as part of an alternative repayment schedule under a plan by an approved nonprofit budgeting and credit counseling agency. (Married debtors filing under chapter 12 or chapter 13 must include payments by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

None

b. Debtor whose debts are not primarily consumer debts: List each payment or other transfer to any creditor made within 90 days immediately preceding the commencement of the case unless the aggregate value of all property that constitutes or is affected by such transfer is less than \$5,475. If the debtor is an individual, indicate with an asterisk (*) any payments that were made to a creditor on account of a domestic support obligation or as part of an alternative repayment schedule under a plan by an approved nonprofit budgeting and credit counseling agency. (Married debtors filing under chapter 12 or chapter 13 must include payments and other transfers by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

None

c. All debtors: List all payments made within one year immediately preceding the commencement of this case to or for the benefit of creditors who are or were insiders. (Married debtors filing under chapter 12 or chapter 13 must include payments by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

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Continuation Sheet No. 1

4. Suits and administrative proceedings, executions, garnishments and attachments

None

a. List all suits and administrative proceedings to which the debtor is or was a party within one year immediately preceding the filing of this bankruptcy case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

| CAPTION OF SUIT AND CASE NUMBER | NATURE OF PROCEEDING | COURT OR AGENCY AND LOCATION | STATUS OR DISPOSITION |
|--|---|--|----------------------------------|
| Case No. CC-09-03970-A; First State Bank, Mesquite (FSB) vs. Lif Esmael Modabberi, Dallas Unlimited Real Estate Solutions, Prompt Professional Real Estate Services, et al. | Breach of Contract and Foreclosure | In the County Court at Law No. 1, Dallas County, Texas | Pending |
| Case No. 09-03456; Lif Esmael Modabberi, Dallas Unlimited Real Estate Solutions, Prompt Professional Real Estate Services, et al., vs. First State Bank, Mesquite (FSB) | Adversary Proceeding | In the Northern District of Texas, Dallas Division | Pending |
| Case No. DC-09-11235; Probuild South L.L.C. vs. Prompt Professional Real Estate Services Inc., Dallas Unlimited Real Estate Solutions Inc., and Lif Modabberi | Breach of Contract | In the 44th Judicial District Court, Dallas County, Texas | |

None

b. Describe all property that has been attached, garnished or seized under any legal or equitable process within one year immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning property of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

5. Repossessions, foreclosures and returns

None

List all property that has been repossessed by a creditor, sold at a foreclosure sale, transferred through a deed in lieu of foreclosure or returned to the seller, within one year immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning property of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

6. Assignments and receiverships

None

a. Describe any assignment of property for the benefit of creditors made within 120 days immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include any assignment by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

None

b. List all property which has been in the hands of a custodian, receiver, or court-appointed official within one year immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning property of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

7. Gifts

None

List all gifts or charitable contributions made within one year immediately preceding the commencement of this case except ordinary and usual gifts to family members aggregating less than \$200 in value per individual family member and charitable contributions aggregating less than \$100 per recipient. (Married debtors filing under chapter 12 or chapter 13 must include gifts or contributions by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

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8. Losses

None

List all losses from fire, theft, other casualty or gambling within one year immediately preceding the commencement of this case or since the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include losses by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

9. Payments related to debt counseling or bankruptcy

None

List all payments made or property transferred by or on behalf of the debtor to any persons, including attorneys, for consultation concerning debt consolidation, relief under the bankruptcy law or preparation of a petition in bankruptcy within one year immediately preceding the commencement of this case.

| | DATE OF PAYMENT, | AMOUNT OF MONEY OR DESCRIPTION |
|---|---------------------------------------|--------------------------------|
| NAME AND ADDRESS OF PAYEE | NAME OF PAYER IF OTHER THAN DEBTOR | AND VALUE OF PROPERTY |
| Polk & Associates 214bankruptcy.com 4514 Cole Ave, Suite 600 Dallas, TX 75205-4193 | 02/24/2010 | \$500.00 |

10. Other transfers

None

a. List all other property, other than property transferred in the ordinary course of the business or financial affairs of the debtor, transferred either absolutely or as security within two years immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include transfers by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

| NAME AND ADDRESS OF TRANSFeree, RELATIONSHIP TO DEBTOR | DATE | DESCRIBE PROPERTY TRANSFERRED AND VALUE RECEIVED |
|---|------------|--|
| Dorothy Modabberi 2835 Curvilinear Court Dallas, TX 75227 Relationship: Daughter | 04/22/2008 | House located at 2835 Curvilinear Court, Dallas, TX 75227 - \$? |
| Dorothy Modabberi 1401 Elm St., Suite 1818 Dallas, TX 75202 Relationship: Daughter | 08/19/2009 | House located at 2941 Curvilinear Court, Dallas, TX 75227 (amount unknown) |
| Dorothy Modabberi 3225 Turtle Creek #1043 Dallas, TX 75202 Relationship: Daughter | 08/2009 | Sharehold Interests in Dallas Unlimited Real Estate Solutions, Inc. (amount unknown) |

b. List all property transferred by the debtor within ten years immediately preceding the commencement of this case to a self-settled trust or similar device of which the debtor is a beneficiary.

None

11. Closed financial accounts

None

List all financial accounts and instruments held in the name of the debtor or for the benefit of the debtor which were closed, sold, or otherwise transferred within one year immediately preceding the commencement of this case. Include checking, savings, or other financial accounts, certificates of deposit, or other instruments; shares and share accounts held in banks, credit unions, pension funds, cooperatives, associations, brokerage houses and other financial institutions. (Married debtors filing under chapter 12 or chapter 13 must include information concerning accounts or instruments held by or for either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

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12. Safe deposit boxes

None

List each safe deposit or other box or depository in which the debtor has or had securities, cash, or other valuables within one year immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include boxes or depositories of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

13. Setoffs

None

List all setoffs made by any creditor, including a bank, against a debt or deposit of the debtor within 90 days preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

14. Property held for another person

None

List all property owned by another person that the debtor holds or controls.

| NAME AND ADDRESS OF OWNER | DESCRIPTION AND VALUE OF PROPERTY | LOCATION OF PROPERTY |
|---|---|---|
| Slawomir Leszinski Living and Ronald A. Weisfeld 3012 N. Harwood St. Dallas, TX 75201 | 3701 Cedarplaza Ln. Bldg. 1, Suite 103 Bldg. 1, Suite 104 Bldg. 1, Suite 105 Bldg. 1, Suite 302 Bldg. 1, Suite 303 Bldg. 2, Suite 209 Bldg. 2, Suite 210 Bldg. 2, Suite 211 Bldg. 2, Suite 307 Dallas, TX 75235 (received a total of \$560,000.00 on January 26, 2006) | 3701 Cedarplaza Ln. Dallas, TX 75235 |
| Mendoza Esteban & Maria Anita Salinas 1431 Melton Ln. Mesquite, TX 75149 | Lease to own house located at 1431 Melton Ln., Mesquite, TX 75149 - 38,310.00 | |
| Andres Lopez and Anna Guerrero 900 S. Corinth St. Dallas, TX 75203 | Business Personal Property Account No. 99912190000090650 for Pizza House located at 2509 8th S.E., CP (Property was sold/transferred to an unrelated party on May 30, 2003. | |
| Business Personal Property Account No. 9996353000129300 for Body Shop located at 208 S. Haskell Ave., Suite B, Dallas, TX 75226 | | |
| Dallas Unlimited Real Estate Solutions, Inc. 1401 Elm St., Suite 1818 Dallas, TX 75202 | House located at 2819 Curvilinear Court, Dallas, TX 75227 - \$131,930.00 | |

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Dallas Unlimited Real Estate Solutions, Inc.
1401 Elm St., Suite 1818
Dallas, TX 75202

House located at 2929
Curvilinear Court, Dallas, TX
75227 - \$122,280.00

15. Prior address of debtor

None

If the debtor has moved within three years immediately preceding the commencement of this case, list all premises which the debtor occupied during that period and vacated prior to the commencement of this case. If a joint petition is filed, report also any separate address of either spouse.

16. Spouses and Former Spouses

None

If the debtor resides or resided in a community property state, commonwealth, or territory (including Alaska, Arizona, California, Idaho, Louisiana, Nevada, New Mexico, Puerto Rico, Texas, Washington, or Wisconsin) within eight years immediately preceding the commencement of the case, identify the name of the debtor's spouse and of any former spouse who resides or resided with the debtor in the community property state.

17. Environmental Information

For the purpose of this question, the following definitions apply:

"Environmental Law" means any federal, state, or local statute or regulation regulating pollution, contamination, releases of hazardous or toxic substances, wastes or material into the air, land, soil, surface water, groundwater, or other medium, including, but not limited to, statutes or regulations regulating the cleanup of these substances, wastes, or material.

"Site" means any location, facility, or property as defined under any Environmental Law, whether or not presently or formerly owned or operated by the debtor, including, but not limited to, disposal sites.

"Hazardous Material" means anything defined as a hazardous waste, hazardous substance, toxic substance, hazardous material, pollutant, or contaminant or similar term under an Environmental Law.

None a. List the name and address of every site for which the debtor has received notice in writing by a governmental unit that it may be liable or potentially liable under or in violation of an Environmental Law. Indicate the governmental unit, the date of the notice, and, if known, the Environmental Law:

None b. List the name and address of every site for which the debtor provided notice to a governmental unit of a release of Hazardous Material. Indicate the governmental unit to which the notice was sent and the date of the notice.

None c. List all judicial or administrative proceedings, including settlements or orders, under any Environmental Law with respect to which the debtor is or was a party. Indicate the name and address of the governmental unit that is or was a party to the proceeding, and the docket number.

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18. Nature, location and name of business

None

a. If the debtor is an individual, list the names, addresses, taxpayer-identification numbers, nature of the businesses, and beginning and ending dates of all businesses in which the debtor was an officer, director, partner, or managing executive of a corporation, partner in a partnership, sole proprietor, or was self-employed in a trade, profession, or other activity either full- or part-time within six years immediately preceding the commencement of this case, or in which the debtor owned 5 percent or more of the voting or equity securities within six years immediately preceding the commencement of this case.

If the debtor is a partnership, list the names, addresses, taxpayer-identification numbers, nature of the businesses, and beginning and ending dates of all businesses in which the debtor was a partner or owned 5 percent or more of the voting or equity securities, within six years immediately preceding the commencement of this case.

If the debtor is a corporation, list the names, addresses, taxpayer-identification numbers, nature of the businesses, and beginning and ending dates of all businesses in which the debtor was a partner or owned 5 percent or more of the voting or equity securities within six years immediately preceding the commencement of this case.

NAME, ADDRESS, AND LAST FOUR DIGITS OF**SOCIAL-SECURITY OR OTHER INDIVIDUAL****TAXPAYER-I.D. NO. (ITIN) / COMPLETE EIN****NATURE OF BUSINESS****BEGINNING AND ENDING****DATES****Dallas Unlimited Real Estate Solutions, Inc.****Real Estate****05/30/2005 to the****1401 Elm St., Suite 1818****present****Dallas, TX 75202****Taxpayer ID: 32017518740****Prompt Professional Real Estate Services Inc.****Real Estate/Construction****08/23/2005 to the****1401 Elm St., Suite 1818****present****Dallas, TX 75202****Taxpayer ID: 12033475265****Lif Modabberi****Real Estate/Construction****2004 to the present****d/b/a Prompt Professional Real Estate****1401 Elm St., Suite 1818****Dallas, TX 75202****Taxpayer ID: 8034****Lif Modabberi****Real Estate/Construction****2004 to the present****d/b/a Real Estate Solutions****3883 Turtle Creek Blvd. #2010****Dallas, TX 75219****d/b/a Beautiful Homes****Construction****2000 to the present****1401 Elm St., Suite 1818****Dallas, TX 75202****Taxpayer ID: 8034****Lif Modabberi****Auto****2004 to the present****d/b/a Automobile Enterprises****1401 Elm St., Suite 1818****Dallas, TX 75202****Taxpayer ID: 8034****Texas Automobile Enterprises, Inc.****Auto****07/2005 to the present****1401 Elm St., Suite 1818****Dallas, TX 75202****Taxpayer ID: 32017774863**

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Countrywide Electric, Inc.
1401 Elm St., Suite 1818
Dallas, TX 75202
Taxpayer ID: 32037710277

Electrical Contractor

08/2008 to the present

JRLM Investments Inc.
1401 Elm St., Suite 1818
Dallas, TX 75202
Taxpayer ID: 32039879807

Auto

07/2009 to the present

Holleman Prompt Professionals Inc.
1401 Elm St., Suite 1818
Dallas, TX 75202
Taxpayer ID: 32016085030

Construction/Office

10/2004 to the present

BM Holdings, L.L.C.
3883 Turtle Creek Blvd. #2010
Dallas, TX 75219
Taxpayer ID: 32019451932

Construction Investment

03/2006 - 2009

Mellinum Choice
1401 Elm St., Suite 1818
Dallas, TX 75202
Taxpayer ID: 2002279266

Construction

2000 to the present

None

b. Identify any business listed in response to subdivision a., above, that is "single asset real estate" as defined in 11 U.S.C. § 101.

The following questions are to be completed by every debtor that is a corporation or partnership and by any individual debtor who is or has been, within six years immediately preceding the commencement of this case, any of the following: an officer, director, managing executive, or owner of more than 5 percent of the voting or equity securities of a corporation; a partner, other than a limited partner, of a partnership, a sole proprietor, or self-employed in a trade, profession, or other activity, either full- or part-time.

(An individual or joint debtor should complete this portion of the statement only if the debtor is or has been in business, as defined above, within six years immediately preceding the commencement of this case. A debtor who has not been in business within those six years should go directly to the signature page.)

19. Books, records and financial statements

None

a. List all bookkeepers and accountants who within two years immediately preceding the filing of this bankruptcy case kept or supervised the keeping of books of account and records of the debtor.

NAME AND ADDRESS

**M. Imtiyazuddin
My Star Accounting Services
12222 Merit Dr., Suite 1870
Dallas, TX 75251**

DATES SERVICES RENDERED

Yearly Income Tax Returns

None

b. List all firms or individuals who within two years immediately preceding the filing of this bankruptcy case have audited the books of account and records, or prepared a financial statement of the debtor.

NAME AND ADDRESS

**M. Imtiyazuddin
My Star Accounting Services
12222 Merit Dr., Suite 1870
Dallas, TX 75251**

DATES SERVICES RENDERED

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None c. List all firms or individuals who at the time of the commencement of this case were in possession of the books of account and records of the debtor. If any of the books of account and records are not available, explain.

None d. List all financial institutions, creditors and other parties, including mercantile and trade agencies, to whom a financial statement was issued by the debtor within two years immediately preceding the commencement of this case.

20. Inventories

None a. List the dates of the last two inventories taken of your property, the name of the person who supervised the taking of each inventory, and the dollar amount and basis of each inventory.

None b. List the name and address of the person having possession of the records of each of the inventories reported in a., above.

21. Current Partners, Officers, Directors and Shareholders

None a. If the debtor is a partnership, list the nature and percentage of partnership interest of each member of the partnership.

None b. If the debtor is a corporation, list all officers and directors of the corporation, and each stockholder who directly or indirectly owns, controls, or holds 5 percent or more of the voting or equity securities of the corporation.

| NAME AND ADDRESS | TITLE | NATURE AND PERCENTAGE OF STOCK OWNERSHIP |
|---|---|---|
| Dallas Unlimited Real Estate Solutions, Inc. 1401 Elm St., Suite 1818 Dallas, TX 75202 | Lif Modabberi - Director 1401 Elm St., Suite 1818 Dallas, TX 75202 | 0% |
| Prompt Professional Real Estate Services Inc. 1401 Elm St. #1818 Dallas, TX 75202 | Dorothy Modabberi - Director & Owner 1401 Elm St., Suite 1818 Dallas, TX 75202 | |
| Countrywide Electric, Inc. 1401 Elm St., Suite 1818 Dallas, TX 75202 | Esmael L. Modabberi - President & Director 7672 Anson Circle Dallas, TX 75235 | 100% |
| JRLM Investments, Inc. 1401 Elm St., Suite 1818 Dallas, TX 75202 | Lif E. Modabberi - Director 3883 Turtle Creek #2010 Dallas, TX 75219 | |
| Holleman Prompt Professional Inc. 1401 Elm St., Suite 1818 Dallas, TX 75202 | Lif Modabberi - Director 7629 Anson Circle Dallas, TX 75235 | |
| | Danyale K. Holland - Director 1401 Elm St., Suite 1818 Dallas, TX 75202 | |

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Michael Holleman - Director
2403 Legend Dr.
Dallas, TX 75032

1401 Elm St., Suite 1818
Dallas, TX 75202

Esmael L. Modabberi - Director
& Manager
3883 Turtle Creek #2010
Dallas, TX 75219

Alex Amiri - Director & Manager
1360 Cross Timber Dr.
Southlake, TX 75093

Zagros Bigvand - Director &
Manager
5940 La Vista
Dallas, TX 75206

Texas Automobile Enterprises, Inc.
1401 Elm St., Suite 1818
Dallas, TX 75202

Lif E. Modabberi - Registered
Agent
1401 Elm St., Suite 1818
Dallas, TX 75202

Farshid Keihani - Director &
President
3511 Culver St.
Dallas, TX 75223

22. Former partners, officers, directors and shareholders

None

a. If the debtor is a partnership, list each member who withdrew from the partnership within one year immediately preceding the commencement of this case.

None

b. If the debtor is a corporation, list all officers, or directors whose relationship with the corporation terminated within one year immediately preceding the commencement of this case.

23. Withdrawals from a partnership or distributions by a corporation

None

If the debtor is a partnership or corporation, list all withdrawals or distributions credited or given to an insider, including compensation in any form, bonuses, loans, stock redemptions, options exercised and any other perquisite during one year immediately preceding the commencement of this case.

24. Tax Consolidation Group

None

If the debtor is a corporation, list the name and federal taxpayer-identification number of the parent corporation of any consolidated group for tax purposes of which the debtor has been a member at any time within six years immediately preceding the commencement of the case.

25. Pension Funds

None

If the debtor is not an individual, list the name and federal taxpayer-identification number of any pension fund to which the debtor, as an employer, has been responsible for contributing at any time within six years immediately preceding the commencement of the case.

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[If completed by an individual or individual and spouse]

I declare under penalty of perjury that I have read the answers contained in the foregoing statement of financial affairs and any attachments thereto and that they are true and correct.

Date 04/06/2010Signature /s/ Lif Esmael Modabberi
of Debtor *Lif Esmael Modabberi*

Date _____

Signature _____
of Joint Debtor
(if any)

Penalty for making a false statement: Fine of up to \$500,000 or imprisonment for up to 5 years, or both.
18 U.S.C. §§ 152 and 3571